

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
-----)	

**SUPPLEMENT TO THE FIFTH REVISED JOINT OMNIBUS SCHEDULING ORDER
AND PROVISIONS FOR OTHER RELIEF REGARDING DEBTORS' MOTION
PURSUANT TO FED. R. BANKR. P. 9019 FOR APPROVAL OF RMBS TRUST
SETTLEMENT AGREEMENTS**

Whereas, the Debtors have filed the following motions with this Court that are the subject of this revised proposed omnibus scheduling order: the *Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements* (the "RMBS Trust Settlement Agreements") [ECF Doc. # 320] and the *Debtors' Supplemental Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements* [ECF Doc. # 1176] (together, the "9019 Motion");

Whereas, the Court entered the *Revised Joint Omnibus Scheduling Order and Provisions for Other Relief Regarding (I) Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements, and (II) the RMBS Trustees' Limited Objection to the Sale Motion* [ECF Doc. # 945] on July 31, 2012 (the "July 31, 2012 Scheduling Order");

Whereas, the Court entered the *Second Revised Joint Omnibus Scheduling Order Regarding Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements* [ECF Doc. # 1551] on September 25, 2012 (the "September 25, 2012 Scheduling Order");

Whereas, the Court entered the *Third Revised Joint Omnibus Scheduling Order Regarding Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements* [ECF Doc. # 1926] on October 23, 2012 (the “October 23, 2012 Scheduling Order”);

Whereas, the Court entered the *Fourth Revised Joint Omnibus Scheduling Order Regarding Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements* [ECF Doc. # 2528] on December 27, 2012 (the “December 27, 2012 Scheduling Order”);

Whereas, the Court entered the *Fifth Revised Joint Omnibus Scheduling Order Regarding Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements* [ECF Doc. # 3306] on March 25, 2013 (the “March 25, 2013 Scheduling Order”);

Whereas, the Court held a status conference on May 14, 2013, at which certain changes to the schedule set out in the March 25, 2013 Scheduling Order were made;

Whereas, except for the changes set forth in this Order, all of the provisions of the July 31, 2012 Scheduling Order, September 25, 2012 Scheduling Order, October 23, 2012 Scheduling Order, December 27, 2012 Scheduling Order and March 25, 2013 Scheduling Order, remain in effect; and

Whereas, the Court has approved the changes to the schedule, and good cause appearing therefor;

IT IS HEREBY ORDERED that:

1) All opposition briefs to *in limine* motions, *Daubert* motions, and motions to preclude witnesses, shall be filed and served by May 14, 2013, by 5 p.m.

Reply briefs regarding any such motions shall be served and filed by May 20, 2013, by 5

p.m. Oral argument on any such motions shall be heard on May 23, at 2:00 p.m.

2) All adverse witness lists and exhibit lists (other than as noted in paragraph 3 below), along with any other disclosures required by Rule 26(a)(3) of the Federal Rules of Civil Procedure, shall be filed with the Court by May 15, 2013, by 5 p.m.

3) All direct testimony, along with each party's list of exhibits created or relied on by its experts, shall be filed with the Court by May 23, 2013, by 5 p.m.

4) Except as provided in this order, and in the July 31, 2012 Scheduling Order, the September 25, 2012 Scheduling Order, the October 23, 2012 Scheduling Order, the December 27, 2013 Scheduling Order, and March 25, 2013 Scheduling Order all parties' rights with regard to the Sale Order are preserved. All deadlines that have already expired are not extended or altered by this Order.

Dated: May 15, 2013
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge